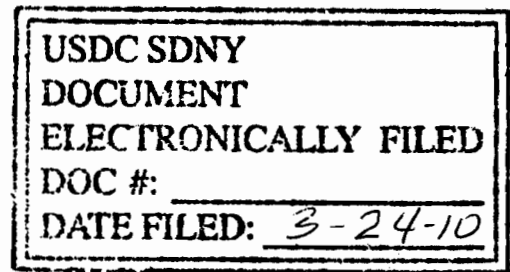


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
TERRA FIRMA INVESTMENTS (GP) 2 :
LIMITED (for and on behalf of the six :
limited partnerships constituting the :
Terra Firma Capital Partners II :
Fund), and TERRA FIRMA INVESTMENTS :
(GP) 3 LIMITED (for and on behalf of :
Terra Firma Capital Partners III, :
L.P.), :
:
Plaintiffs, :
:
-v- :
:
CITIGROUP INC., CITIBANK N.A., :
CITIGROUP GLOBAL MARKETS LIMITED, and :
CITIGROUP GLOBAL MARKETS, INC., :
:
Defendants. :
----- X

09 CV 10459 (JSR)

ORDER



JED S. RAKOFF, U.S.D.J.

On December 11, 2009, plaintiffs Terra Firma Investments (GP) 2 Limited and Terra Firma Investments (GP) 3 Limited (collectively, "Terra Firma") sued defendants Citigroup Inc., Citibank N.A., Citigroup Global Markets Limited, and Citigroup Global Markets, Inc. (collectively, "Citi") in New York State court, alleging claims of fraudulent misrepresentation, negligent misrepresentation, fraudulent concealment, and tortious interference with prospective economic advantage, all in connection with Terra Firma's participation in the acquisition of the London-based music company, EMI Group. On December 23, 2009, Citi removed the action to federal court, where it was assigned to the undersigned. Citi then moved, on January 21, 2010, to dismiss Terra Firma's complaint either on the ground that

the mandatory forum selection clauses in several applicable agreements required Terra Firma to bring the suit in England, or, alternatively, on the ground that this district is not a convenient forum. After receiving full briefing from the parties, the Court heard oral argument on March 4, 2010.

For reasons that will be elaborated in a forthcoming written opinion, Citi's motion is denied in its entirety. The Clerk of the Court is directed to close document number 12 on the docket of the case. Counsel are reminded that the previously-ordered Case Management Plan remains in place and that a final pretrial conference will be held on September 10, 2010 at 4 p.m.

SO ORDERED.



JED S. RAKOFF, U.S.D.J.

Dated: New York, New York
March 24, 2010